



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor

Kathleen Clarke
Executive Director

Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210

PO Box 145801

Salt Lake City, Utah 84114-5801

801-538-5340

801-359-3940 (Fax)

801-538-7223 (TDD)

March 26, 2002

Chester Goodson
Plant Manager
Holcim (US) Inc.
6055 East Croydon Road
Morgan, Utah 84050

Re: Formal Approval of Notice of Intention to Revise Large Mining Operations and Form and Amount of Reclamation Surety, Holcim (US) Inc., Devil's Slide Quarry, M/029/001, Morgan County, Utah

Dear Mr. Goodson:

On March 26, 2002, the Associate Director of Mining of the Division of Oil, Gas and Mining formally approved the form and amount of reclamation surety for Holcim (US) Inc.'s revised 184.5 acre area at the Devil's Slide Quarry. The \$1,611,400 reclamation surety for the revised area is in the form of a surety bond — issued by Tgravelers Casualty and Surety Company. The previously posted surety for the 79 acres at the mine is \$177,600 — bringing the total surety at this time to \$1,789,000.

The Division hereby grants its final approval of Holnam (US) Inc.'s revised large mining notice of intention and additional reclamation surety for the Devil's Slide Mine. You may now commence mining operations on the 184.5 acre area as outlined in your revised large mining notice of intention. We are still awaiting maps to update the existing surety for the mine, which is due for review and escalation this year.

Enclosed please find copies of the fully signed and executed Reclamation Contract (showing the currently bonded 79 acre mine site and the 184.5 acre amended area) and the two reclamation sureties.

Thank you for your help in finalizing this permitting action. Please call me if you have any questions in this regard.

Sincerely,

D. Wayne Hedberg
Permit Supervisor

Minerals Regulatory Program

jb

Enclosure

cc: Mike Ford, BLM (U-77042)

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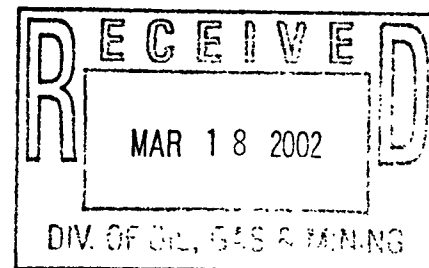
FORM MR-RC
Revised April 4, 2001
RECLAMATION CONTRACT

File Number M/029/001

Effective Date March 26, 2002

Other Agency File Number U-77042

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION of OIL, GAS and MINING
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5291
Fax: (801) 359-3940



RECLAMATION CONTRACT

---ooOoo---

For the purpose of this RECLAMATION CONTRACT the terms below are defined as follows:

"NOTICE OF INTENTION" (NOI): (File No.)	<u>M/029/001</u>
(Mineral Mined)	<u>Limestone</u>
"MINE LOCATION":	
(Name of Mine)	<u>Devil's Slide Quarry</u>
(Description)	<u>6055 E. Croydon Rd.</u>
	<u>Morgan, UT 84050</u>
"DISTURBED AREA":	
(Disturbed Acres)	<u>79 acres - mine</u>
(Legal Description)	<u>184.5 acres - amended area</u>
	<u>(refer to Attachment "A")</u>
"OPERATOR":	
(Company or Name)	<u>Holcim (US) Inc.</u>
(Address)	<u>6055 E. Croydon Rd.</u>
	<u>Morgan, UT 84050</u>
(Phone)	<u>801-829-2153</u>

"OPERATOR'S REGISTERED AGENT":

(Name)

(Address)

C.T. Corporation

50 West Broadway - 8th Floor

Salt Lake City, Utah 84101

(Phone)

801-364-5101

"OPERATOR'S OFFICER(S)":

See Attached

"SURETY":

(Form of Surety - Attachment B)

Surety Bond - Mine

Surety Bond - Amendment

"SURETY COMPANY":

(Name, Policy or Acct. No.)

Mine - Travelers Casualty & Surety

Amend - Travelers Casualty & Surety

"SURETY AMOUNT":

(Escalated Dollars)

\$177,600.00 - Mine

\$1,611,400.00 - Amendment

"ESCALATION YEAR":

2002 - Mine

2006 - Amendment

"STATE":

State of Utah

"DIVISION":

Division of Oil, Gas and Mining

"BOARD":

Board of Oil, Gas and Mining

ATTACHMENTS:

A "DISTURBED AREA":

B "SURETY":

This Reclamation Contract (hereinafter referred to as "Contract") is entered into between Holcim (US) Inc. the "Operator" and the Utah State Division of Oil, Gas and Mining ("Division").

WHEREAS, Operator desires to conduct mining operations under Notice of Intention (NOI) File No. M/029/001 which has been approved by the Utah State Division of Oil, Gas and Mining under the Utah Mined Land Reclamation Act, Sections 40-8-1 et seq., Utah Code Annotated, (1953, as amended) (hereinafter referred to as "Act") and implementing rules; and

WHEREAS, Operator is obligated to reclaim that area described as the Disturbed Area as set forth and in accordance with Operator's approved Reclamation Plan, and Operator is obligated to provide surety in form and amount approved by the Division, to assure reclamation of the Disturbed Area.

NOW, THEREFORE, the Division and the Operator agree as follows:

1. Operator agrees to conduct reclamation of the Disturbed Area in accordance with the Act and implementing regulations, the original Notice of Intention dated June 14, 1977, and the original Reclamation Plan dated June 14, 1977. The Notice of Intention as amended, and the Reclamation Plan, as amended, are incorporated by this reference and made a part hereof.
2. Concurrent with the execution hereof, Operator has provided surety to assure that reclamation is conducted, in form and amount acceptable to the Division. Such surety as evidenced by the Surety Contract is in the form of the surety attached hereto as Attachment B and made a part hereof. The Surety Contract shall remain in full force and effect according to its terms unless modified by the Division in writing. If the Surety Contract expressly provides for cancellation, then, within 60 days following the Division's receipt of notice that the Surety Company intends to cancel the Surety Contract, the Operator shall provide a replacement Surety Contract in a form and amount reasonably acceptable to the Division. If the Operator fails to provide an acceptable replacement Surety Contract, the Division may order the Operator to cease further mining activities and to begin immediate reclamation of the Disturbed Area.
3. Operator agrees to pay legally determined public liability and property damage claims resulting from mining to the extent provided in Section 40-8-7(1)(e) of the Act.
4. Operator agrees to perform all duties and fulfill all reclamation requirements applicable to the mine as required by the Act and implementing rules, the Notice of Intention, as amended and the Reclamation Plan, as amended.
5. The Operator's liability under this Contract shall continue in full force and effect until the Division certifies that the Operator has reclaimed the Disturbed Area in accordance with the Act and implementing rules, the Notice of Intention, as amended and the Reclamation Plan, as amended.
6. If reclamation of discrete sections of the Disturbed Area is completed to the satisfaction of the Division, and the Division finds that such sections are severable from the remainder of the Disturbed Area, Operator may request the Division to certify that Operator has reclaimed such discrete sections of the Disturbed Area in accordance with the Act and implementing rules, the Notice of Intention, as amended and the Reclamation Plan, as amended. If the Division makes such certification, Operator may make request to the Division that the aggregate face amount of the Surety Contract provided pursuant to paragraph 2 be reduced to an amount necessary to provide for completion of the remaining reclamation. The Division shall hear Operator's

request for such reduction in accordance with the Board's Procedural Rules concerning requests for Agency Action.

7. Operator agrees to indemnify and hold harmless the State, Board and the Division from any claim, demand, liability, cost, charge, suit, or obligation of whatsoever nature arising from the failure of Operator or Operator's agents and employees, or contractors to comply with this Contract.
8. Operator may, at any time, submit a request to the Division to substitute surety. The Division may approve such substitution if the substitute surety meets the requirements of the Act and the implementing rules.
9. This Contract shall be governed and construed in accordance with the laws of the State of Utah.
10. If Operator shall default in the performance of its obligations hereunder, Operator agrees to pay all costs and expenses, including reasonable attorney's fees and costs incurred by the Division and/or the Board in the enforcement of this Contract.
11. Any breach that the Division finds to be material of the provisions of this Contract by Operator may, at the discretion of the Division, result in an order to cease mining operations. After opportunity for notice and hearing, the Board of Oil, Gas and Mining may enter an order to revoke the Notice of Intention, order reclamation, or order forfeiture of the Surety Contract, or take such other action as is authorized by law.
12. In the event of forfeiture of the Surety Contract, Operator shall be liable for any additional costs in excess of the surety amount which are required to comply with this Contract. Any excess monies resulting from forfeiture of the Surety Contract, upon completion of reclamation and compliance with this Contract, shall be returned to the rightful claimant.
13. This Contract including the Notice of Intention, as amended and the Reclamation Plan, as amended, represents the entire agreement of the parties involved, and any modification must be approved in writing by the parties involved.
14. Each signatory below represents that he/she is authorized to execute this Contract on behalf of the named party.

OPERATOR:

Holcim (US) Inc.

Operator Name

By

Chester Goodson

Authorized Officer (Typed or Printed)

Plant Manager

Authorized Officer - Position

Chester Goodson

Officer's Signature

Date

March 14, 2002STATE OF UtahCOUNTY OF Morgan) ss:

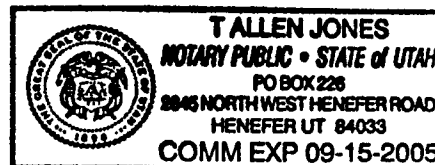
On the 14 day of March, 2002, Chester Goodson personally appeared before me, who being by me duly sworn did say that he/she is the Plant Manager of Holcim (US) Inc. and duly acknowledged that said instrument was signed on behalf of said company by authority of its bylaws or a resolution of its board of directors and said Chester Goodson duly acknowledged to me that said company executed the same.

T. Allen Jones

Notary Public

Residing at Henefer, Utah9-15-2005

My Commission Expires:



DIVISION OF OIL, GAS AND MINING:

By *Lowell P. Braxton* *March 26, 2002*
for Lowell P. Braxton, Director Date
Mary Ann Wright
Associate Director, Mining

STATE OF *Utah*)
COUNTY OF *Salt Lake*) ss:

On the *26th* day of *March*, 20*02* *Mary Ann Wright*
personally appeared before me, who being duly sworn did say that he/she, the said
Mary Ann Wright ^{*Associate*} is the Director of the Division of Oil, Gas and
Mining, Department of Natural Resources, State of Utah, and he/she duly acknowl-
edged to me that he/she executed the foregoing document by authority of law on behalf
of the State of Utah.

Joelle Burns
Notary Public
Residing at: *SLC Ut*

April 4, 2005
My Commission Expires:



ATTACHMENT "A"

Holcim (US) Inc.
Operator

Devil's Slide Quarry
Mine Name

M/029/001
Permit Number

Morgan County, Utah

LEGAL DESCRIPTION

Include 1/4, 1/4, 1/4 sections, townships, ranges and any other descriptions that will legally determine where disturbed lands are located. Attach a topographic map of suitable scale (max. 1 inch = 500 feet; 1 inch = 200 feet or larger scale is preferred) showing township, range and sections and a clear outline of the disturbed area boundaries tied to this Reclamation Contract and surety.

The detailed legal description of lands to be disturbed includes portions of the following lands not to exceed ^{79 acres - mine} ~~184.5~~ acres under the approved permit and surety, as reflected on the attached map labeled Holnam-USGS Topography-Devil's Slide - Plant & Quarry Area and dated drawn 7/19/00 :

Mine

239 permitted acres with 79 acres bonded. Disturbed area located in:

All of Section 19, T4N, R4E

E1/2 of E1/2 of Section 24, T4N, R3E

Amendment

184.5 acres to be disturbed is located in:

SE1/4 of Section 13, T4N, R3E

SW1/4 of Section 18, T4N, R4E

Holcim (US) Inc.**Directors**

<u>Name</u>	<u>Address</u>
Patrick Dolberg	St. Lawrence Cement Inc. 1945 Graham Boulevard Mount Royal (Quebec) H3R 1H1
Roderick D. Gillum	General Motors corporation M.C. 482-C27-D82 300 Renaissance Center P.O. Box 300 Detroit, MI 48265-3000
John R. Kennedy	JRK Financial Corp. 2801 Ocean Drive, Suite 303 Vero Beach, FL 32963
Benoit H. Koch	Avenue Louise 489, 12 th Floor B-1050 Bruxelles, Belgium
Robert L. Livingston	The Livingston Group Suite 600 499 S. Capitol Street, SW Washington, DC 20003-4013
Theophil H. Schlatter	Zurcherstrasse 170 CH-8645 Jona, Switzerland
Dr. Anton E. Schrafl	Talstrasse 83 CH-8001 Zurich, Switzerland
George B. Weathersby	40 Duncan Lane Skillman, NJ 08558
Paul A. Yhouse	1100 Victors Way, Suite 50 Ann Arbor, MI 48108

Holdco (US) Inc.**Officers**

<u>Name</u>	<u>Title</u>	<u>Address</u>
Lawrence J. Bacon	Vice President, Sales - Southeast Division	3051 Hamilton Blvd. Theodore, AL 36582
Randall J. Carlson	Vice President, Sales - Central Division	16401 Swingley Ridge Rd. Ste. 330 Chesterfield, MO 63017
Thomas A. Chizmadia	Vice President, Communications and Public Affairs	6211 N. Ann Arbor Road Dundee, MI 48131
Peter J. Deem	Vice President, Sales - West Division	3609 S Wadsworth Blvd, Ste. 200 Lakewood, CO 80235
Susan M. Diehl	Corporate Secretary	6211 N. Ann Arbor Road Dundee, MI 48131
Randy S. Dunlap	Vice President, Marketing	1100 Victors Way, Suite 50 Ann Arbor, MI 48108
David J. Feldman	Senior Vice President, Marketing and Sales	1100 Victors Way, Suite 50 Ann Arbor, MI 48108
Kenneth D. Herr	Vice President and Chief Information Officer	6211 N. Ann Arbor Road Dundee, MI 48131
Harry D. Javernick	Vice President, Manufacturing	3609 S Wadsworth Blvd, Ste 330 Chesterfield, MO 63017
Kent D. Jensen	Senior Vice President, Treasurer and Chief Financial Officer	6211 N. Ann Arbor Road Dundee, MI 48131
Barry L. Lower	Vice President, Manufacturing	16401 Swingley Ridge Road, Suite 330 Chesterfield, MO 63017
Robert J. Moir	Vice President, General Counsel and Assistant Secretary	6211 N. Ann Arbor Road Dundee, MI 48131

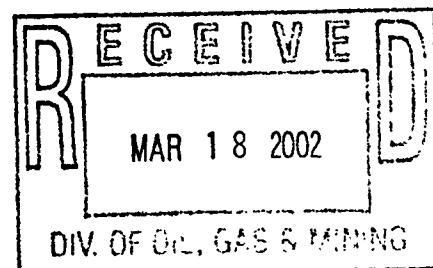
Rassoul Navabpour	Vice President, Manufacturing	6211 N. Ann Arbor Road Dundee, MI 48131
Todd A. Richards	Counsel and Assistant Secretary	6211 N. Ann Arbor Road Dundee, MI 48131
Gary L. Sauer	Senior Vice President, Manufacturing	6211 N. Ann Arbor Road Dundee, MI 48131
Steven D. Spencer	Senior Vice President, Human Resources	6211 N. Ann Arbor Road Dundee, MI 48131
Looman F. Stingo	Senior Vice President, Logistics	1100 Victors Way, Suite 50 Ann Arbor, MI 48108
Russell L. Wiles	Vice President, Manufacturing	6211 N. Ann Arbor Road Dundee, MI 48131
Paul A. Yhouse	President and Chief Executive Officer	1100 Victors Way, Suite 50 Ann Arbor, MI 48108

ATTACHMENT B

FORM MR-5
January 19, 2000

Bond Number _____
Permit Number M/029/001
Mine Name Devil's Slide Quarry

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
Division of Oil, Gas and Mining
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
Telephone: (801) 538-5291
Fax: (801) 359-3940



THE MINED LAND RECLAMATION ACT

SURETY BOND

The undersigned Holcim (US) Inc., as Principal, and Travelers Casualty & Surety Company of America, as Surety, hereby jointly and severally bind ourselves, our heirs, administrators, executors, successors, and assigns, jointly and severally, unto the State of Utah, Division of Oil, Gas and Mining (Division) in the penal sum of One Million Six Hundred Eleven Thousand Four dollars (\$ 1,611,400.00---).
Hundred & 00/100-----

Principal has estimated in the Mining and Reclamation Plan approved by the Division on the 26th day of March, 2002, that 184.5 acres of land will be disturbed by mining operation in the State of Utah.

A description of the disturbed land is attached as "Attachment A" to the Reclamation Contract, of which this document is an integral part.

The condition of this obligation is that if the Division determines that Principal has satisfactorily reclaimed the disturbed lands in accordance with the approved Mining and Reclamation Plan and has faithfully performed all requirements of the Mined Land Reclamation Act, and complied with the Rules and Regulations adopted in accordance therewith, then this obligation shall be void; otherwise it shall remain in full force and effect.

If the Mining and Reclamation Plan provides for periodic partial reclamation of the disturbed lands, and if the lands are reclaimed in accordance with such Plan, Act and regulations, then Principal may apply for a reduction in the amount of this Surety Bond.

In the converse, if the Mining and Reclamation Plan provides for a gradual increase in the area disturbed or the extent of disturbance, then, the Division may require that the amount of this Surety Bond be increased, with the written approval of the Surety.

This bond may be canceled by Surety after ninety (90) days following receipt by the Division and Principal of written notice of such cancellation. Surety's liability shall then, at the

expiration of said ninety (90) days, cease and terminate except that Surety will remain fully liable for all reclamation obligations of the Principal incurred prior to the date of termination.

Principal and Surety and their successors and assigns agree to guarantee said obligation and to indemnify, defend, and hold harmless the Division from any and all expenses (including attorney fees) which the Division may sustain in the collection of sums due hereunder.


Surety will give prompt notice to Principal and to the Division of the filing of any petition or the commencement of any proceeding relating to the bankruptcy, insolvency, reorganization, or adjustment of the debts of Surety, or alleging any violation or regulatory requirements which could result in suspension or revocation of the Surety's license to do business.

IN WITNESS WHEREOF, the Principal and Surety hereunto set their signatures and seals as of the dates set forth below.

Holcim (US) Inc.
Principal (Permittee)

Kurt Walker
By (Name typed):

MANAGER, RISK & CREDIT
Title

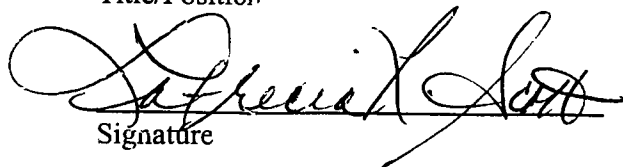

Signature

3/4/02
Date

Surety Company
Traveles Casualty and
Surety Company of America
Surety Company Name

Latrechia R. Scott
Surety Company Officer

Attorney-In-Fact
Title/Position


Signature

One Tower Square
Street Address

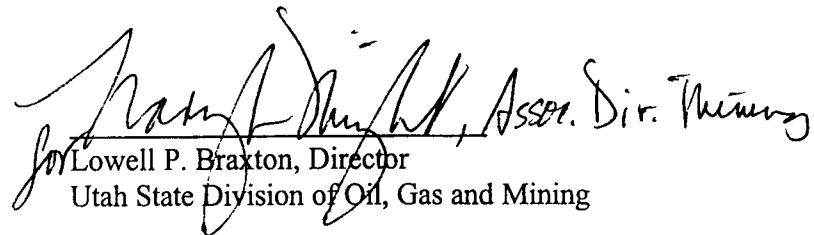
Hartford, CT 06183-6014
City, State, Zip

(860) 277-0111
Phone Number

February 28, 2002
Date

SO AGREED this 26 day of March, 20 02.

AND APPROVED AS TO FORM AND AMOUNT OF SURETY:


for Lowell P. Braxton, Director
Utah State Division of Oil, Gas and Mining

*NOTE: Where one signs by virtue of Power of Attorney for a Surety, such Power of Attorney must be filed with this bond. If the Operator is a corporation, the bond shall be executed by its duly authorized officer.

AFFIDAVIT OF QUALIFICATION

On the 28th day of February, 20 02, Latrekia R. Scott personally appeared before me, who being by me duly sworn did say that he/she, the said Latrekia R. Scott is the Attorney-In-Fact of Travelers Casualty & Surety Co of America and duly acknowledged that said instrument was signed on behalf of said company by authority of its bylaws or a resolution of its board of directors and said Latrekia R. Scott duly acknowledged to me that said company executed the same, and that ~~he~~/she is duly authorized to execute and deliver the foregoing obligations; that said Surety is authorized to execute the same and has complied in all respects with the laws of Utah in reference to becoming sole surety upon bonds, undertaking and obligations.

Signed: *Latrekia R. Scott*
Surety Officer

Latrekia R. Scott
Title: Attorney-In-Fact

STATE OF Michigan)
) ss:
COUNTY OF Wayne)

Subscribed and sworn to before me this 28th day of February, 20 02.

Betty Halthon
Notary Public
Residing at: *Detroit Michigan*

My Commission Expires:

Sept. 3, 20 *02*

BETTY HALTHON
Notary Public, Wayne County, MI
My Commission Expires 09-03-02

**TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA
TRAVELERS CASUALTY AND SURETY COMPANY
FARMINGTON CASUALTY COMPANY
Hartford, Connecticut 06183-9062**

POWER OF ATTORNEY AND CERTIFICATE OF AUTHORITY OF ATTORNEY(S)-IN-FACT

KNOW ALL PERSONS BY THESE PRESENTS, THAT TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, corporations duly organized under the laws of the State of Connecticut, and having their principal offices in the City of Hartford, County of Hartford, State of Connecticut, (hereinafter the "Companies") hath made, constituted and appointed, and do by these presents make, constitute and appoint: Kathy L. Lide, Latrecia R. Scott, B. Halthon, of Detroit, Michigan, their true and lawful Attorney(s)-in-Fact, with full power and authority hereby conferred to sign, execute and acknowledge, at any place within the United States, the following instrument(s): by his/her sole signature and act, any and all bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking and any and all consents incident thereto and to bind the Companies, thereby as fully and to the same extent as if the same were signed by the duly authorized officers of the Companies, and all the acts of said Attorney(s)-in-Fact, pursuant to the authority herein given, are hereby ratified and confirmed.

This appointment is made under and by authority of the following Standing Resolutions of said Companies, which Resolutions are now in full force and effect:

VOTED: That the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her.

VOTED. That the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary.

VOTED: That any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary, or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority.

This Power of Attorney and Certificate of Authority is signed and sealed by facsimile (mechanical or printed) under and by authority of the following Standing Resolution voted by the Boards of Directors of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, which Resolution is now in full force and effect:

VOTED: That the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company in the future with respect to any bond or undertaking to which it is attached.

IN WITNESS WHEREOF, TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY have caused this instrument to be signed by their Senior Vice President and their corporate seals to be hereto affixed this 28th day of September 2001.

STATE OF CONNECTICUT

}SS. Hartford

COUNTY OF HARTFORD

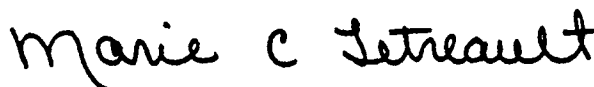
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA
TRAVELERS CASUALTY AND SURETY COMPANY
FARMINGTON CASUALTY COMPANY



By 
George W. Thompson
Senior Vice President

On this 28th day of September, 2001 before me personally came **GEORGE W. THOMPSON** to me known, who, being by me duly sworn, did depose and say: that he/she is Senior Vice President of **TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY** and **FARMINGTON CASUALTY COMPANY**, the corporations described in and which executed the above instrument; that he/she knows the seals of said corporations; that the seals affixed to the said instrument are such corporate seals; and that he/she executed the said instrument on behalf of the corporations by authority of his/her office under the Standing Resolutions thereof.





My commission expires June 30, 2006 Notary Public
Marie C. Tetreault

CERTIFICATE

I, the undersigned, Assistant Secretary of **TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY** and **FARMINGTON CASUALTY COMPANY**, stock corporations of the State of Connecticut, DO HEREBY CERTIFY that the foregoing and attached Power of Attorney and Certificate of Authority remains in full force and has not been revoked; and furthermore, that the Standing Resolutions of the Boards of Directors, as set forth in the Certificate of Authority, are now in force.

Signed and Sealed at the Home Office of the Company, in the City of Hartford, State of Connecticut. Dated this 28th day of February, 2002.



By 
Kori M. Johanson
Assistant Secretary, Bond

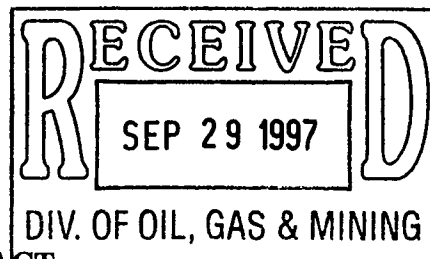
ATTACHMENT B

MR FORM 5
June 10, 1996

Bond Number _____
Permit Number M/029/001
Mine Name DEVIL'S SLIDE PLANT
QUARRY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES

Division of Oil, Gas and Mining
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
Telephone: (801) 538-5291
Fax: (801) 359-3940



THE MINED LAND RECLAMATION ACT

SURETY BOND

The undersigned HOLNAM, INC., as Principal,
and UNITED PACIFIC INSURANCE COMPANY, as Surety, hereby jointly and
severally bind ourselves, our heirs, administrators, executors, successors, and assigns, jointly
and severally, unto the State of Utah, Division of Oil, Gas and Mining (Division) in the penal
sum of ONE HUNDRED SEVENTY-SEVEN THOUSAND dollars (\$ 177,600.00*****).
SIX HUNDRED AND NO/100-----

Principal has estimated in the Mining and Reclamation Plan approved by the Division
on the 3RD day of DECEMBER, 19 87, that 239 acres of land will
be disturbed by mining operation in the State of Utah.

A description of the disturbed land is attached as "Attachment A" to the
Reclamation Contract, of which this document is an integral part.

The condition of this obligation is that if the Division determines that Principal has
satisfactorily reclaimed the disturbed lands in accordance with the approved Mining and
Reclamation Plan and has faithfully performed all requirements of the Mined Land
Reclamation Act, and complied with the Rules and Regulations adopted in accordance
therewith, then this obligation shall be void; otherwise it shall remain in full force and effect.

If the Mining and Reclamation Plan provides for periodic partial reclamation of the
disturbed lands, and if the lands are reclaimed in accordance with such Plan, Act and
regulations, then Principal may apply for a reduction in the amount of this Surety Bond.

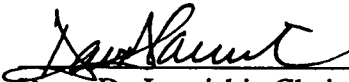
In the converse, if the Mining and Reclamation Plan provides for a gradual increase in
the area disturbed or the extent of disturbance, then, the Division may require that the amount
of this Surety Bond be increased, with the written approval of the Surety.

Title/Position

Signature

SO AGREED this 27th day of October, 1997.

AND APPROVED AS TO FORM AND AMOUNT OF SURETY:



Dave D. Lauriski, Chairman
Utah State Board of Oil, Gas and Mining

*NOTE: Where one signs by virtue of Power of Attorney for a Surety, such Power of Attorney must be filed with this bond. If the Operator is a corporation, the bond shall be executed by its duly authorized officer.

RELIANCE SURETY COMPANY
UNITED PACIFIC INSURANCE COMPANY

LIANCE INSURANCE COMPANY
RELIANCE NATIONAL INDEMNITY COMPANY

ADMINISTRATIVE OFFICE, PHILADELPHIA, PENNSYLVANIA

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that RELIANCE SURETY COMPANY is a corporation duly organized under the laws of the State of Delaware, and that RELIANCE INSURANCE COMPANY and UNITED PACIFIC INSURANCE COMPANY, are corporations duly organized under the laws of the Commonwealth of Pennsylvania and that RELIANCE NATIONAL INDEMNITY COMPANY is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called "the Companies") and that the Companies by virtue of signature and seals do hereby make, constitute and appoint Virginia L. Townsend, Timothy R. Kooe, John P. Booth, of Detroit, Michigan their true and lawful Attorney(s)-in-Fact, to make, execute, seal and deliver for and on their behalf, and as their act and deed any and all bonds and undertakings of suretyship and to bind the Companies thereby as fully and to the same extent as if such bonds and undertakings and other writings obligatory in the nature thereof were signed by an Executive Officer of the Companies and sealed and attested by one other of such officers, and hereby ratifies and confirms all that their said Attorney(s)-in-Fact may do in pursuance hereof.

This Power of Attorney is granted under and by the authority of Article VII of the By-Laws of RELIANCE SURETY COMPANY, RELIANCE INSURANCE COMPANY, UNITED PACIFIC INSURANCE COMPANY, and RELIANCE NATIONAL INDEMNITY COMPANY which provisions are now in full force and effect, reading as follows:

ARTICLE VII - EXECUTION OF BONDS AND UNDERTAKINGS

1. The Board of Directors, the President, the Chairman of the Board, any Senior Vice President, any Vice President or Assistant Vice President or other officer designated by the Board of Directors shall have power and authority to (a) appoint Attorney(s)-in-Fact and to authorize them to execute on behalf of the Company, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and (b) to remove any such Attorney(s)-in-Fact at any time and revoke the power and authority given to them.

2. Attorney(s)-in-Fact shall have power and authority, subject to the terms and limitations of the Power of Attorney issued to them, to execute deliver on behalf of the Company, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof. The corporate seal is not necessary for the validity of any bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof.

3. Attorney(s)-in-Fact shall have power and authority to execute affidavits required to be attached to bonds, recognizances, contracts of indemnity or other conditional or obligatory undertakings and they shall also have power and authority to certify the financial statement of the Company and to copies of the By-Laws of the Company or any article or section thereof.

This Power of Attorney is signed and sealed by facsimile under and by authority of the following resolution adopted by the Executive and Finance Committee of the Boards of Directors of Reliance Insurance Company, United Pacific Insurance Company and Reliance National Indemnity Company by Unanimous Consent dated as of February 28, 1994 and by the Executive and Financial Committee of the Board of Directors of Reliance Surety Company by Unanimous Consent dated as of March 31, 1994.

"Resolved that the signatures of such directors and officers and the seal of the Company may be affixed to any such Power of Attorney or any certificates relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company and any such Power so executed and certified by facsimile signatures and facsimile seal shall be valid and binding upon the Company, in the future with respect to any bond or undertaking to which it is attached."

IN WITNESS WHEREOF, the Companies have caused these presents to be signed and their corporate seals to be hereto affixed, this September 26, 1995.



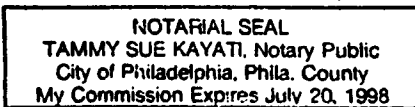
RELIANCE SURETY COMPANY
RELIANCE INSURANCE COMPANY
UNITED PACIFIC INSURANCE COMPANY
RELIANCE NATIONAL INDEMNITY COMPANY

David T. Akers

STATE OF Pennsylvania }
COUNTY OF Philadelphia } ss.

On this, September 26, 1995, before me, Tammy Sue Kayati, personally appeared David T. Akers, who acknowledged himself to be the Senior Vice President of the Reliance Surety Company, and the Vice President of Reliance Insurance Company, United Pacific Insurance Company, and Reliance National Indemnity Company and that as such, being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as its duly authorized officer.

In witness whereof, I hereunto set my hand and official seal.



Tammy Sue Kayati
Notary Public in and for the State of Pennsylvania
Residing at Philadelphia

I, Anita Zippert, Secretary of RELIANCE SURETY COMPANY, RELIANCE INSURANCE COMPANY, UNITED PACIFIC INSURANCE COMPANY, and RELIANCE NATIONAL INDEMNITY COMPANY do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is still in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 23rd day of September 1997.



Anita Zippert
Secretary

APPENDIX "A"

Legal Descriptions of Permitted and Disturbed Areas Permit ACT/029/001 Devil's Slide, Morgan County, Utah

Permit ACT/029/001 involves some 390 acres of land that occupy large portions of land located north of Interstate I-80 in Section 19, T.4 N., R.4 E. and the E/2 E/2 Section 24, T.4 N., R.3 E in Morgan County, Utah, described as follows:

PERMITTED AREA DESCRIPTION

Beginning at a point in the north line of said Section 19 that is located 411 feet easterly of the northwest corner of Section 19.

thence North 89 degrees 51' 10" East,	3895.01 feet
thence South 16 degrees 20' 33" East,	2754.28 feet
thence South 57 degrees 45' 48" West,	656.14 feet
thence North 18 degrees 26' 06" West,	300.42 feet
thence South 47 degrees 38' 33" West,	1380.33 feet
thence South 41 degrees 21' 50" West,	1059.26 feet
thence due West,	345.00 feet
thence North 23 degrees 54' 52" West,	1208.77 feet
thence North 39 degrees 32' 46" West,	282.71 feet
thence North 78 degrees 14' 49" West,	304.38 feet
thence South 78 degrees 25' 25" West,	548.15 feet
thence South 44 degrees 49' 42" West,	472.35 feet
thence North 54 degrees 44' 25" West,	718.88 feet
thence North 64 degrees 04' 30" West,	480.34 feet
thence North 71 degrees 26' 59" West,	314.33 feet
thence due North,	1010.00 feet
thence due East,	200.00 feet
thence North 45 degrees 00' 00" East,	1414.21 feet
thence due North	748.00 feet
to the point of beginning.	

WESTERLY DISTURBED AREA

Permit (ACT/029/001), Page 2

Beginning at a point that is South 14 degrees 05' 56" West, 2,881.81 feet from the Northeast corner of Section 24, T.4 N., R.3 E.

thence North 19 degrees 24' 25"	East,	577.83 feet
thence North 55 degrees 31' 26"	West,	181.96 feet
thence North 31 degrees 07' 30"	East,	731.27 feet
thence South 69 degrees 56' 03"	East,	177.79 feet
thence South 30 degrees 02' 00"	West,	665.33 feet
thence South 74 degrees 52' 07"	East,	203.04 feet
thence North 39 degrees 43' 58"	East,	1109.18 feet
thence North 82 degrees 37' 03"	East,	303.52 feet
thence North 14 degrees 54' 49"	East,	617.81 feet
thence North 50 degrees 59' 11"	East,	657.66 feet
thence North 80 degrees 38' 38"	East,	1328.68 feet
thence South 31 degrees 43' 46"	East,	616.08 feet
thence South 86 degrees 26' 15"	East,	257.50 feet
thence South 15 degrees 00' 49"	West,	582.90 feet
thence South 51 degrees 45' 19"	West,	1250.36 feet
thence South 29 degrees 07' 02"	West,	622.69 feet
thence South 02 degrees 20' 26"	East,	367.31 feet
thence South 75 degrees 20' 49"	East,	225.33 feet
thence South 01 degrees 05' 25"	East,	578.11 feet
thence North 61 degrees 58' 19"	West,	227.71 feet
thence North 36 degrees 44' 39"	West,	364.40 feet
thence North 78 degrees 41' 24"	West,	321.24 feet
thence South 78 degrees 05' 05"	West,	557.00 feet
thence South 45 degrees 00' 00"	West,	427.09 feet
thence North 54 degrees 51' 07"	West,	871.99 feet
thence North 71 degrees 57' 00"	West,	564.80 feet
to the Point of Beginning. Said parcel contains		
162 acres, more or less.		

EASTERLY DISTURBED AREA

Beginning at a point that is South 37 degrees 14' 27" East, 4,263.29 feet from the Northwest corner Section 19, T.4 N., R.4 W.

thence North 19 degrees 11' 35"	East,	501.90 feet
thence North 59 degrees 12' 57"	West,	273.54 feet
thence North 30 degrees 52' 43"	East,	1153.50 feet
thence North 70 degrees 36' 32"	East,	454.80 feet
thence North 40 degrees 19' 29"	East,	494.50 feet
thence South 54 degrees 22' 09"	East,	786.18 feet
thence South 26 degrees 48' 24"	East,	529.95 feet
thence South 42 degrees 17' 01"	East,	387.93 feet
thence South 16 degrees 33' 52"	East,	203.44 feet
thence South 58 degrees 35' 51"	West,	604.55 feet
thence North 18 degrees 41' 05"	West,	290.30 feet
thence South 47 degrees 40' 49"	West,	1421.43 feet
thence North 71 degrees 00' 49"	West,	854.49 feet
to the Point of Beginning. Said parcel contains 77		
acres more or less.		

**SURETY BOND ENDORSEMENT**

TO: State of Utah, D.N.R.
Division of Oil, Gas & Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, UT 84180-1203

Revised 1/16/2001

RE: Bond Principal: Holnam Inc
Obligee : State of Utah, Division of Oil, Gas and Mining
Surety: United Pacific Insurance Company
Surety Bond Number: [REDACTED]
Bond Amount: \$177,600
Type of Bond Land Reclamation

The purpose of this Rider is to:

[X] CHANGE BOND NUMBER

Upon execution of this Surety Bond Endorsement by all parties hereto, surety bond number U2627992 is changed to 24S103532270.

[X] CHANGE SURETY COMPANY

Effective September 23, 2000, **Travelers Casualty and Surety Company of America** ("Travelers") replaces **United Pacific Insurance Company** ("United Pacific") as surety on the above referenced bond and, accordingly, agrees to be bound by the terms of the above-referenced bond and to perform all of United Pacific's obligations thereunder as if the above-referenced bond had originally been issued by Travelers. The termination of liability under the United Pacific bond is a condition precedent to the change of surety. Upon execution of this Surety Bond Endorsement by all parties hereto, United Pacific shall have no further obligation or liability under the above-referenced bond.

[] CONTINUATION CERTIFICATE

This certificate extends the life of the bond to _____. It is executed upon the express condition that the surety's liability under said bond, together with this and all previous continuation certificates, shall not be cumulative and shall in no event exceed the amount specifically set forth in said bond or any existing certificate changing the amount of said bond.

Signed, sealed and dated this 16th day of January, 2001.

Travelers Casualty and Surety Company of America

By:

Latrecia R. Scott / Attorney-in-Fact

United Pacific Insurance Company

By:

K. Lide / Attorney-in-Fact

**TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA
TRAVELERS CASUALTY AND SURETY COMPANY
FARMINGTON CASUALTY COMPANY
Hartford, Connecticut 06183-9062**

POWER OF ATTORNEY AND CERTIFICATE OF AUTHORITY OF ATTORNEY(S)-IN-FACT

KNOW ALL PERSONS BY THESE PRESENTS, THAT TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, corporations duly organized under the laws of the State of Connecticut, and having their principal offices in the City of Hartford, County of Hartford, State of Connecticut, (hereinafter the "Companies") hath made, constituted and appointed, and do by these presents make, constitute and appoint: Kathy L. Lide, Latrecia R. Scott, of Detroit, Michigan, their true and lawful Attorney(s)-in-Fact, with full power and authority hereby conferred to sign, execute and acknowledge, at any place within the United States, the following instrument(s): by his/her sole signature and act, any and all bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking and any and all consents incident thereto and to bind the Companies, thereby as fully and to the same extent as if the same were signed by the duly authorized officers of the Companies, and all the acts of said Attorney(s)-in-Fact, pursuant to the authority herein given, are hereby ratified and confirmed.

This appointment is made under and by authority of the following Standing Resolutions of said Companies, which Resolutions are now in full force and effect:

VOTED: That the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her.

VOTED: That the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary.

VOTED: That any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary, or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority.

This Power of Attorney and Certificate of Authority is signed and sealed by facsimile under and by authority of the following Standing Resolution voted by the Boards of Directors of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, which Resolution is now in full force and effect:

VOTED: That the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company in the future with respect to any bond or undertaking to which it is attached.

IN WITNESS WHEREOF, TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY have caused this instrument to be signed by their Senior Vice President and their corporate seals to be hereto affixed this 13th day of September 2000.

STATE OF CONNECTICUT

}SS. Hartford

COUNTY OF HARTFORD

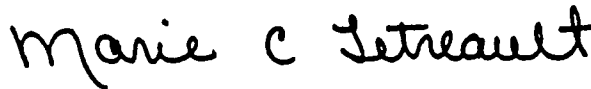
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA
TRAVELERS CASUALTY AND SURETY COMPANY
FARMINGTON CASUALTY COMPANY



By 
George W. Thompson
Senior Vice President

On this 13th day of September, 2000 before me personally came GEORGE W. THOMPSON to me known, who, being by me duly sworn, did depose and say: that he/she is Senior Vice President of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, the corporations described in and which executed the above instrument; that he/she knows the seals of said corporations; that the seals affixed to the said instrument are such corporate seals; and that he/she executed the said instrument on behalf of the corporations by authority of his/her office under the Standing Resolutions thereof.





My commission expires June 30, 2001 Notary Public
Marie C. Tetreault

CERTIFICATE

I, the undersigned, Assistant Secretary of TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, TRAVELERS CASUALTY AND SURETY COMPANY and FARMINGTON CASUALTY COMPANY, stock corporations of the State of Connecticut, DO HEREBY CERTIFY that the foregoing and attached Power of Attorney and Certificate of Authority remains in full force and has not been revoked; and furthermore, that the Standing Resolutions of the Boards of Directors, as set forth in the Certificate of Authority, are now in force.

Signed and Sealed at the Home Office of the Company, in the City of Hartford, State of Connecticut. Dated this 16th day of January, 2001



By 
Kori M. Johanson
Assistant Secretary, Bond

**RELIANCE SURETY COMPANY
UNITED PACIFIC INSURANCE COMPANY**

**RELIANCE INSURANCE COMPANY
RELIANCE NATIONAL INDEMNITY COMPANY**

ADMINISTRATIVE OFFICE, PHILADELPHIA, PENNSYLVANIA

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that RELIANCE SURETY COMPANY is a corporation duly organized under the laws of the State of Delaware, and that RELIANCE INSURANCE COMPANY and UNITED PACIFIC INSURANCE COMPANY, are corporations duly organized under the laws of the Commonwealth of Pennsylvania and that RELIANCE NATIONAL INDEMNITY COMPANY is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called "the Companies") and that the Companies by virtue of signature and seals do hereby make, constitute and appoint K. Lide, M. D. Hamilton, L. Scott., of Detroit, Michigan their true and lawful Attorney(s)-in-Fact, to make, execute, seal and deliver for and on their behalf, and as their act and deed any and all bonds and undertakings of suretyship and to bind the Companies thereby as fully and to the same extent as if such bonds and undertakings and other writings obligatory in the nature thereof were signed by an Executive Officer of the Companies and sealed and attested by one other of such officers, and hereby ratifies and confirms all that their said Attorney(s)-in-Fact may do in pursuance hereof.

This Power of Attorney is granted under and by the authority of Article VII of the By-Laws of RELIANCE SURETY COMPANY, RELIANCE INSURANCE COMPANY, UNITED PACIFIC INSURANCE COMPANY, and RELIANCE NATIONAL INDEMNITY COMPANY which provisions are now in full force and effect, reading as follows:

ARTICLE VII - EXECUTION OF BONDS AND UNDERTAKINGS

1 The Board of Directors, the President, the Chairman of the Board, any Senior Vice President, any Vice President or Assistant Vice President or other officer designated by the Board of Directors shall have power and authority to (a) appoint Attorney(s)-in-Fact and to authorize them to execute on behalf of the Company, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and (b) to remove any such Attorney(s)-in-Fact at any time and revoke the power and authority given to them

2 Attorney(s)-in-Fact shall have power and authority, subject to the terms and limitations of the Power of Attorney issued to them, to execute deliver on behalf of the Company, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof. The corporate seal is not necessary for the validity of any bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof.

3 Attorney(s)-in-Fact shall have power and authority to execute affidavits required to be attached to bonds, recognizances, contracts of indemnity or other conditional or obligatory undertakings and they shall also have power and authority to certify the financial statement of the Company and to copies of the By-Laws of the Company or any article or section thereof

This Power of Attorney is signed and sealed by facsimile under and by authority of the following resolution adopted by the Executive and Finance Committees of the Boards of Directors of Reliance Insurance Company, United Pacific Insurance Company and Reliance National Indemnity Company by Unanimous Consent dated as of February 28, 1994 and by the Executive and Financial Committee of the Board of Directors of Reliance Surety Company by Unanimous Consent dated as of March 31, 1994

"Resolved that the signatures of such directors and officers and the seal of the Company may be affixed to any such Power of Attorney or any certificates relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company and any such Power so executed and certified by facsimile signatures and facsimile seal shall be valid and binding upon the Company, in the future with respect to any bond or undertaking to which it is attached "

IN WITNESS WHEREOF, the Companies have caused these presents to be signed and their corporate seals to be hereto affixed, this **May 15, 2000**.



RELIANCE SURETY COMPANY
RELIANCE INSURANCE COMPANY
UNITED PACIFIC INSURANCE COMPANY
RELIANCE NATIONAL INDEMNITY COMPANY

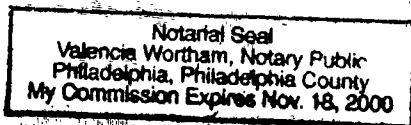
David T. Akers

STATE OF Pennsylvania
COUNTY OF Philadelphia

} ss.

On this, **May 15, 2000**, before me, **Valencia Wortham**, personally appeared **David T. Akers**, who acknowledged himself to be the Senior Vice President of the Reliance Surety Company, and the Vice President of Reliance Insurance Company, United Pacific Insurance Company, and Reliance National Indemnity Company and that as such, being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as its duly authorized officer.

In witness whereof, I hereunto set my hand and official seal.



Valencia Wortham

Notary Public in and for the State of Pennsylvania
Residing at Philadelphia

I, **Anita Zippert**, Secretary of RELIANCE SURETY COMPANY, RELIANCE INSURANCE COMPANY, UNITED PACIFIC INSURANCE COMPANY, and RELIANCE NATIONAL INDEMNITY COMPANY do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is still in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 16th day of January, 2001

Anita Zippert

Secretary

